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Hearing Date and Time:
November 29, 2005 at 10:00 a.m.

Objection Deadline:
November 26, 2005 at 4:00 p m

Attorneys for Pentastar Aviation, LLC

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re

Chapter 11

DELPHI CORPORATION et al ,

Case No. 05-44481 (RDD)

Debtors.

(Jointly Administered)

**LIMITED OBJECTION OF PENTASTAR AVIATION, LLC TO MOTION OF
BANK OF AMERICA, N.A. (I) TO PROVIDE ADEQUATE PROTECTION OF
SECURITY INTERESTS IN CASH COLLATERAL; AND (II) TO TERMINATE THE
AUTOMATIC STAY WITH RESPECT TO CASH COLLATERAL**

Pentastar Aviation, LLC ("Pentastar") files this limited objection to the Motion of Bank of America, N.A. (I) to Provide Adequate Protection of Security Interests in Cash Collateral; and (II) to Terminate the Automatic Stay With Respect to Cash Collateral ("Motion").

1 As noted in the Motion, Pentastar manages the storage, maintenance and charter services for the two aircraft that are the subject of the Motion and Bank of America's Agreements

2 Pentastar does not object to Bank of America being provided adequate protection,
provided, however, that the order granting adequate protection does not attempt to grant rights to
Bank of America senior to the rights of Pentastar.

RELIEF REQUESTED

Any order granting adequate protection should state:

“All rights and remedies of Pentastar Aviation, LLC (“Pentastar”) at law or under its agreements with Debtors, or any of their affiliates and subsidiaries, are preserved. Notwithstanding anything in this Order to the contrary, the adequate protection granted to Bank of America is subject to the rights of Pentastar at law or under its agreements with Debtors, or any of their affiliates and subsidiaries. No adequate protection or other relief granted under this Order shall impair, or be superior in priority to, the claims of Pentastar, including without limitation, Pentastar’s claims for recoupment, setoff, statutory lien rights or otherwise ”

Dated: November 25, 2005

BODMAN LLP

By: /s/ Ralph E. McDowell
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